

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

IN RE THE BEAR STEARNS COMPANIES, INC.
SECURITIES, DERIVATIVE, AND ERISA
LITIGATION

This Document Relates To:
Securities Action, No. 08 Civ. 2793 (RWS)

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: Master File No.:
: 08 M.D.L. No. 1963 (RWS)

: ECF Case

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x **FILED UNDER
SEAL**

BRUCE S. SHERMAN,

Plaintiff,

v.

BEAR STEARNS COMPANIES INC., JAMES
CAYNE, WARREN SPECTOR and DELOITTE &
TOUCHE LLP,

Defendants.

: Index No.:
: 09 Civ. 8161 (RWS)

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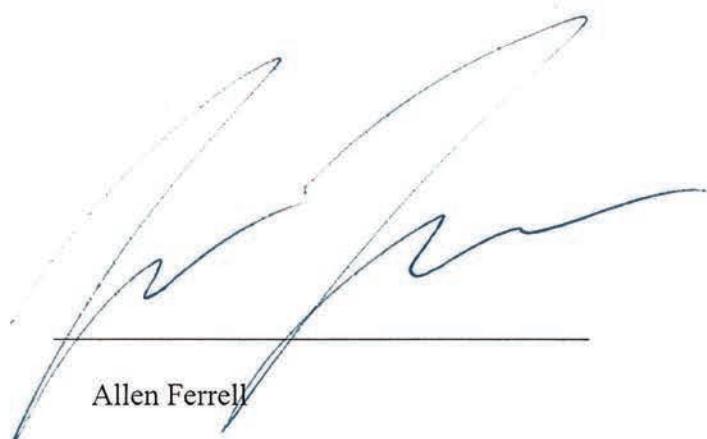
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DECLARATION OF PROFESSOR ALLEN FERRELL

NOVEMBER 20, 2015

PAGES 1-9 INTENTIONALLY OMITTED



A handwritten signature in black ink, appearing to read "Allen Ferrell", is written over a horizontal line. The signature is fluid and cursive, with a large, sweeping flourish at the top.

November 20, 2015

Confidential Information Redacted

Appendix A

Allen Ferrell
Harvard Law School
Cambridge, Massachusetts 02138
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CURRENT POSITIONS

Greenfield Professor of Securities Law, Harvard Law School

Member of Editorial Board, Journal of Financial Perspectives

Fellow, Columbia University's Program on the Law and Economics of Capital Markets

Faculty Associate, Kennedy School of Government

Research Associate, European Corporate Governance Institute

EDUCATION

Massachusetts Institute of Technology, Ph.D. in Economics, 2005
Fields in econometrics and finance

Harvard Law School, J.D., 1995, *Magna Cum Laude*

- Recipient of the *Sears Prize* (award given to the two students with the highest grades)
- Editor, *Harvard Law Review*

Brown University, B.A. and M.A., 1992, *Magna Cum Laude*

PREVIOUS POSITIONS

Harvard University Fellow
Harvard Law School, 1997

Law Clerk, Justice Anthony M. Kennedy
Supreme Court of the United States; 1996 Term

Law Clerk, Honorable Laurence H. Silberman
United States Court of Appeals for the District of Columbia; 1995 Term

COURSES TAUGHT

*Securities Regulation
Securities Litigation
Regulation of Market Structure
Law and Finance
Law and Corporate Finance
Contracts*

REFEREE FOR FOLLOWING JOURNALS

*American Law and Economics Review
Journal of Corporation Finance
Journal of Financial Perspectives
Journal of Law and Economics
Journal of Law, Economics and Organization
Journal of Legal Studies
Quarterly Journal of Economics*

CONSULTING AREAS

Price Impact and Securities Damages, Valuation, Mergers & Acquisitions

Papers

“Thirty Years of Shareholder Rights and Stock Returns,” with Martijn Cremers, *revise and resubmit Journal of Financial Economics*

“Socially Responsible Firms,” with Hao Liang and Luc Renneboog, *revise and resubmit Journal of Financial Economics* (winner of Moskowitz Prize for outstanding quantitative research in socially responsible investing)

“Thirty Years of Shareholder Rights and Firm Valuation,” with Martijn Cremers, 69 *Journal of Finance* 1167 (2014)

“Rethinking Basic,” with Lucian Bebchuk, 69 *Business Lawyer* 671 (2014)

“Calculating Damages in ERISA Litigation,” with Atanu Saha, 1 *Journal of Financial Perspectives* 93 (2013)

“Forward-casting 10b-5 Damages: A Comparison to other Methods”, with Atanu Saha, 37 *Journal of Corporation Law* 365 (2011)

“Event Study Analysis: Correctly Measuring the Dollar Impact of an Event” with Atanu Saha, Working Paper (2011)

“Legal and Economic Issues in Litigation arising from the 2007-2008 Credit Crisis,” with Jennifer Bethel and Gang Hu, in PRUDENT LENDING RESTORED: SECURITIZATION AFTER THE MORTGAGE MELTDOWN (Brookings Institution Press 2009)

“Securities Litigation and the Housing Market Downturn,” with Atanu Saha, 35 *Journal of Corporation Law* 97 (2009)

“The Supreme Court’s 2005-2008 Securities Law Trio: *Dura Pharmaceuticals, Tellabs*, and *Stoneridge*,” 9 *Engage* 32 (2009)

“What Matters in Corporate Governance?” with Lucian Bebchuk & Alma Cohen, 22 *Review of Financial Studies* 783 (2009)

“Do Exchanges, CCPs, and CSDs have Market Power?,” in GOVERNANCE OF FINANCIAL MARKET INFRASTRUCTURE INSTITUTIONS (editor Ruben Lee) (2009)

“An Asymmetric Payoff-Based Explanation of IPO ‘Underpricing’,” Working Paper, with Atanu Saha

“The Law and Finance of Broker-Dealer Mark-Ups,” commissioned study for NASD using proprietary database (2008)

“Majority Voting” in REPORT OF THE COMMITTEE ON CAPITAL MARKETS REGULATION (2008)

“The Loss Causation Requirement for Rule 10B-5 Causes of Action: The Implications of *Dura Pharmaceuticals v. Broudo*,” with Atanu Saha, 63 *BUSINESS LAWYER* 163 (2007)

“Mandated Disclosure and Stock Returns: Evidence from the Over-the-Counter Market,” 36 *Journal of Legal Studies* 1 (June, 2007)

“Policy Issues Raised by Structured Products,” with Jennifer Bethel, in BROOKINGS – NOMURA PAPERS IN FINANCIAL SERVICES, Brookings Institution Press, 2007

“The Case for Mandatory Disclosure in Securities Regulation around the World,” 2 *Brooklyn Journal of Business Law* 81 (2007)

“U.S. Securities Regulation in a World of Global Exchanges,” with Reena Aggarwal and Jonathan Katz, in EXCHANGES: CHALLENGES AND IMPLICATIONS, Euromoney (2007)

“Shareholder Rights” in REPORT OF THE COMMITTEE ON CAPITAL MARKETS REGULATION (2007)

“Creditor Rights: A U.S. Perspective,” 22 *Angler- und Glaubigerschutz bei Handelsgesellschaften* 49 (2006)

"Measuring the Effects of Mandated Disclosure," 1 *Berkeley Business Law Journal* 369 (2004)

"If We Understand the Mechanisms, Why Don't We Understand the Output?", 37 *Journal of Corporation Law* 503 (2003)

"Why European Takeover Law Matters," in REFORMING COMPANY AND TAKEOVER LAW IN EUROPE (Oxford University Press) (2003)

"Does the Evidence Favor State Competition in Corporate Law?", with Alma Cohen & Lucian Bebchuk, 90 *California L. Rev.* 1775 (2002)

"Corporate Charitable Giving," with Victor Budney, 69 *Univ. Of Chicago Law Review* 1191 (2002)

"A Comment on Electronic versus Floor-Based Securities Trading," *Journal of Institutional and Theoretical Economics* (Spring 2002)

"Much Ado About Order Flow," *Regulation Magazine* (Spring 2002)

"On Takeover Law and Regulatory Competition," with Lucian Bebchuk, 57 *Business Lawyer* 1047 (2002)

"Federal Intervention to Enhance Shareholder Choice," with Lucian Bebchuk, 87 *Virginia Law Review* 993 (2001)

"A New Approach to Regulatory Competition in Takeover Law," with Lucian Bebchuk, 87 *Virginia Law Review* 111 (2001)

"A Proposal for Solving the 'Payment for Order Flow' Problem," 74 *Southern California Law Review* 1027 (2001)

"Federalism and Takeover Law: The Race to Protect Managers from Takeovers," with Lucian Bebchuk, 99 *Columbia L. Rev.* 1168 (1999)

TESTIMONY LAST FOUR YEARS

David E. Kaplan, et al. v. S.A.C. Capital Advisors, L.P., et al., Case No. 12 Civ. 9350 and *Birmingham Retirement and Relief System, et al., v. S.A.C. Capital Advisors, L.P., et al.*, Case No. 13 Civ. 2459, Supplemental Declaration, November 18, 2015.

David E. Kaplan, et al. v. S.A.C. Capital Advisors, L.P., et al., Case No. 12 Civ. 9350 and *Birmingham Retirement and Relief System, et al., v. S.A.C. Capital Advisors, L.P., et al.*, Case No. 13 Civ. 2459, Declaration, August 27, 2015.

In re Puda Coal Securities Inc. et al. Litigation, Case No. 1:11-CV-2598, Expert report and deposition on July 29, 2015

City of Lakeland Employees Pension Plan v. Baxter International, Inc., et al., Case No. 1:10-cv-06016, Expert report and deposition on June 3, 2015

Bruce Sherman v. Bear Stearns Companies Inc. et al, Case No. 08 MDL No. 1963, Expert report and deposition on May 28, 2015

Fosbre v. Las Vegas Sands Corp., Case No. 2:10-cv-00765-APG-GWF, Expert report and deposition on March 25, 2015

City of Lakeland Employees Pension Plan v. Baxter International, Inc., et al., Case No. 1:10-cv-06016, Expert report and deposition on October 17, 2014

Louisiana Municipal Police Employees Retirement System v. Simon Property Group, Inc., Case No. 7764-CS, Expert report and deposition on July 7, 2014

In re Lehman Brothers Securities and ERISA Litigation, Case No. 09 MD 2017, Expert report and deposition on April 24, 2014

SEC v. Moshayedi, Case No. 12-CV-01179-JVS-JPR, Expert report and deposition on July 30, 2013

In re Bank of America Corporation Securities, Derivative and ERISA Litigation, Case No. 09 MDL 2058, Expert report and deposition on July 26, 2013

Schneider v. Primerica Inc., FINRA Case No. 11-04751, Arbitration hearing on March 24-25, 2013

CMMF, LLC v. J.P. Morgan Investment Management, Inc & Ted Ufferfilge, Case No. 09-601924, Trial Testimony in Supreme Court in the State of New York, January 28-29, 2013 and deposition on September 20, 2012

In re Bank of America Corporation Securities, Derivative, & ERISA Litigation, Case No. 09-MDL-2058, Expert reports and deposition on May 22, 2012

Securities and Exchange Commission v. Tambone & Hussey, Case No. 06-CV-10885-NMG, Expert reports and deposition on January 13, 2012

Hayes v. Merrill Lynch, Pierce, Fenner & Smith, Inc., FINRA Case No. 11-00432, Arbitration hearing on January 10, 2012

Appendix B Materials Relied Upon

Expert Reports, Declarations, and Testimony

Expert Report of John D. Finnerty, Ph.D., March 2, 2015

Rebuttal Report of Professor Allen Ferrell to the Expert Report of John Finnerty, Ph.D., April 16, 2015

Deposition of John D. Finnerty, May 14, 2015

Declaration of John D. Finnerty, Ph.D. in Support of Opposition to Defendant's Motion to Exclude Dr. Finnerty's Report and Testimony, October 13, 2015

Academic Literature

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